Delaware

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DESOTO COUNTY, MS
W.E. DAVIS, CH CLERK

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"ARLINGTON JOINT VENTURE", A FLORIDA GENERAL PARTNERSHIP, "ASHEVILLE JOINT VENTURE", A FLORIDA GENERAL PARTNERSHIP, "ASHLAND JOINT VENTURE", A FLORIDA GENERAL PARTNERSHIP, "ATTALLA JOINT VENTURE", A FLORIDA GENERAL PARTNERSHIP, "AUBURN JOINT VENTURE", A FLORIDA GENERAL PARTNERSHIP, "BOSSIER CITY JOINT VENTURE", A FLORIDA GENERAL PARTNERSHIP, "CNL INCOME FUND III, LTD.", A FLORIDA LIMITED PARTNERSHIP, "CNL INCOME FUND II, LTD.", A FLORIDA LIMITED PARTNERSHIP, "CNL INCOME FUND IV, LTD.", A FLORIDA LIMITED PARTNERSHIP, "CNL INCOME FUND IX, LTD.", A FLORIDA LIMITED PARTNERSHIP, "CNL INCOME FUND, LTD.", A FLORIDA LIMITED PARTNERSHIP, "CNL INCOME FUND VIII, LTD.", A FLORIDA LIMITED PARTNERSHIP, "CNL INCOME FUND VII, LTD.", A FLORIDA LIMITED PARTNERSHIP, "CNL INCOME FUND VI, LTD.", A FLORIDA LIMITED PARTNERSHIP, "CNL INCOME FUND V, LTD.", A FLORIDA LIMITED PARTNERSHIP, "CNL INCOME FUND XIII, LTD.", A FLORIDA LIMITED PARTNERSHIP, "CNL INCOME FUND XII, LTD.", A FLORIDA LIMITED PARTNERSHIP,

Warriet Smith Hindson
Harriet Smith Windson, Secretary of State

AUTHENTICATION: 4244023

DATE: 10-21-05

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The First State

"CNL INCOME FUND XI, LTD.", A FLORIDA LIMITED PARTNERSHIP,

"CNL INCOME FUND XIV, LTD.", A FLORIDA LIMITED PARTNERSHIP,

"CNL INCOME FUND X, LTD.", A FLORIDA LIMITED PARTNERSHIP,

"CNL INCOME FUND XVIII, LTD.", A FLORIDA LIMITED PARTNERSHIP,

"CNL INCOME FUND XVII, LTD.", A FLORIDA LIMITED PARTNERSHIP,

"CNL INCOME FUND XVI, LTD.", A FLORIDA LIMITED PARTNERSHIP,

"CNL INCOME FUND XV, LTD.", A FLORIDA LIMITED PARTNERSHIP,

"CNL KINGSTON JOINT VENTURE", A FLORIDA GENERAL PARTNERSHIP,

"CNL MANSFIELD JOINT VENTURE", A FLORIDA GENERAL

PARTNERSHIP,

"CNL PORTSMOUTH JOINT VENTURE", A FLORIDA GENERAL PARTNERSHIP,

"CNL RESTAURANT INVESTMENTS II", A FLORIDA GENERAL PARTNERSHIP,

"CNL RESTAURANT INVESTMENTS III", A FLORIDA GENERAL PARTNERSHIP,

"CNL VIII, X, XII KOKOMO JOINT VENTURE", A FLORIDA GENERAL PARTNERSHIP,

"CNL VII & XVII LINCOLN JOINT VENTURE", A FLORIDA GENERAL

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Warriet Smith Windson, Secretary of State

AUTHENTICATION: 4244023

DATE: 10-21-05

Delaware

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The First State

PARTNERSHIP,

"COCOA JOINT VENTURE", A FLORIDA GENERAL PARTNERSHIP,

"COLUMBUS JOINT VENTURE", A FLORIDA GENERAL PARTNERSHIP,

"DES MOINES REAL ESTATE JOINT VENTURE", A FLORIDA GENERAL
PARTNERSHIP,

"DULUTH JOINT VENTURE", A FLORIDA GENERAL PARTNERSHIP,

"KATY JOINT VENTURE", A FLORIDA GENERAL PARTNERSHIP,

"KINGSVILLE REAL ESTATE JOINT VENTURE", A FLORIDA GENERAL
PARTNERSHIP,

"MELBOURNE JOINT VENTURE", A FLORIDA GENERAL PARTNERSHIP,
"RTO JOINT VENTURE", A FLORIDA GENERAL PARTNERSHIP,
"SALEM JOINT VENTURE", A FLORIDA GENERAL PARTNERSHIP,
"TGIF PITTSBURGH JOINT VENTURE", A FLORIDA GENERAL
PARTNERSHIP,

"WARREN JOINT VENTURE", A FLORIDA GENERAL PARTNERSHIP,
"WILLISTON REAL ESTATE JOINT VENTURE", A FLORIDA GENERAL
PARTNERSHIP,

"WOOD-RIDGE REAL ESTATE JOINT VENTURE", A FLORIDA GENERAL PARTNERSHIP,

WITH AND INTO "CNL APF PARTNERS, LP" UNDER THE NAME OF "CNL

Darriet Smith Windson
Harriet Smith Windson, Secretary of State

AUTHENTICATION: 4244023

DATE: 10-21-05

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Delaware

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The First State

APF PARTNERS, LP", A LIMITED PARTNERSHIP ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-FIFTH DAY OF FEBRUARY, A.D. 2005, AT 7:30 O'CLOCK P.M.



Warriet Smith Windson Secretary of State

AUTHENTICATION: 4244023

DATE: 10-21-05

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State of Delaware Secretary of State Division of Corporations Delivered 07:26 PM 02/25/2005 FILED 07:30 PM 02/25/2005 SRV 050163956 - 2077850 FILE

CERTIFICATE OF MERGER

OF

CNL INCOME FUND, LTD., a Florida limited partnership, CNL INCOME FUND II, LTD., a Florida limited partnership, CNL INCOME FUND HI, LTD., a Florida limited partnership, CNL INCOME FUND IV, LTD., a Florida limited partnership, CNL INCOME FUND V, LTD., a Florida limited partnership. CNL INCOME FUND VI, LTD., a Florida limited partnership, CNL INCOME FUND VII, LTD., a Florida limited partnership. CNL INCOME FUND VIII, LTD., a Florida limited partnership, CNL INCOME FUND IX, LTD., a Florida limited partnership. CNL INCOME FUND X, LTD., a Florida limited partnership, CNL INCOME FUND XI, LTD., a Florida limited partnership. CNL INCOME FUND XII, LTD., a Florida limited partnership. CNL INCOME FUND XIII, LTD., a Florida limited partnership, CNL INCOME FUND XIV, LTD., a Florida limited partnership, CNL INCOME FUND XV, LTD., a Florida limited partnership, CNL INCOME FUND XVI, LTD., a Florida limited partnership, CNL INCOME FUND XVII, LTD., a Florida limited partnership, CNL INCOME FUND XVIII, LTD., a Florida limited partnership, ARLINGTON JOINT VENTURE, a Florida general partnership. ASHEVILLE JOINT VENTURE, a Florida general partnership, ASHLAND JOINT VENTURE, a Florida general partnership. ATTALLA JOINT VENTURE, a Florida general partnership, AUBURN JOINT VENTURE, a Florida general partnership, BOSSIER CITY JOINT VENTURE, a Florida general partnership, CNL VII & XVII LINCOLN JOINT VENTURE, a Florida general partnership. CNL VIII, X, XII KOKOMO JOINT VENTURE, a Florida general partnership, CNL KINGSTON JOINT VENTURE, a Florida general partnership, CNL MANSFIELD JOINT VENTURE, a Florida general partnership. CNL PORTSMOUTH JOINT VENTURE, a Florida general partnership, CNL RESTAURANT INVESTMENTS II, a Florida general partnership. CNL RESTAURANT INVESTMENTS III, a Florida general parmership. COCOA JOINT VENTURE, a Florida general partnership, COLUMBUS JOINT VENTURE, a Florida general partnership, DES MOINES REAL ESTATE JOINT VENTURE, a Florida general partnership. DULUTH JOINT VENTURE, a Florida general partnership. KATY JOINT VENTURE, a Florida general partnership, KINGSVILLE REAL ESTATE JOINT VENTURE, a Florida general partnership, RTO JOINT VENTURE, a Florida general partnership, MELBOURNE JOINT VENTURE, a Florida general partnership, SALEM JOINT VENTURE, a Florida general partnership, TGIF PITTSBURGH JOINT VENTURE, a Florida general partnership, WARREN JOINT VENTURE, a Florida general partnership,

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WILLISTON REAL ESTATE JOINT VENTURE, a Florida general partnership, and WOOD-RIDGE REAL ESTATE JOINT VENTURE, a Florida general partnership

with and into

CNL APF PARTNERS, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership

In accordance with the applicable provisions of the Delaware Revised Uniform Limited Partnership Act, it is hereby certified that:

- 1. The constituent entities participating in the merger herein certified are:
- CNL INCOME FUND, LTD., a Florida limited partnership, CNL INCOME FUND II, LTD., a Florida limited partnership, CNL INCOME FUND III, LTD., a Florida limited partnership, CNL INCOME FUND IV, LTD., a Florida limited partnership, CNL INCOME FUND V. LTD., a Florida limited partnership, CNL INCOME FUND VI, LTD., a Florida limited partnership, CNL INCOME FUND VII. LTD., a Florida limited partnership, CNL INCOME FUND VIII, LTD., a Florida limited partnership, CNL INCOME FUND IX, LTD., a Florida limited partnership, CNI. INCOME FUND X, LTD., a Florida limited partnership, CNL INCOME FUND XI, LTD., a Florida limited partnership, CNL INCOME FUND XII, LTD., a Florida limited partnership, CNL INCOME FUND XIII, LTD., a Florida limited partnership, CNL INCOME FUND XIV, LTD., a Florida limited partnership, CNL INCOME FUND XV, LTD., a Florida limited partnership, CNL INCOME FUND XVI, LTD., a Florida limited partnership, CNL INCOME FUND XVII, LTD., a Florida limited partnership, and CNL INCOME FUND XVIII, LTD., a Florida limited parmership; ARLINGTON JOINT VENTURE, a Florida general partnership, ASHEVILLE JOINT VENTURE, a Florida general partnership, ASHLAND IOINT VENTURE, a Florida general partnership, ATTALLA JOINT VENTURE, a Florida general partnership. AUBURN JOINT VENTURE, a Florida general partnership, BOSSIER CITY JOINT VENTURE, a Florida general partnership, CNL VII & XVII LINCOLN JOINT VENTURE, a Florida general partnership, CNL VIII, X, XII KOKOMO JOINT VENTURE, a Florida general partnership, CNL KINGSTON JOINT VENTURE, a Florida general partnership, CNL MANSFIELD IOINT VENTURE, a Florida general partnership, CNL PORTSMOUTH JOINT VENTURE, a Florida general partnership, CNL RESTAURANT INVESTMENTS II, a Florida general partnership, CNL RESTAURANT INVESTMENTS III, a Florida general parmership, COCOA JOINT VENTURE, a Florida general partnership, COLUMBUS JOINT VENTURE, a Florida general partnership, DES MOINES REAL ESTATE JOINT VENTURE, a Florida general partnership, DULUTH JOINT VENTURE, a Florida general partnership, KATY JOINT VENTURE, a Florida general partnership, KINGSVILLE REAL ESTATE JOINT VENTURE, a Florida general partnership, RTO JOINT VENTURE, a Florida general partnership, MELBOURNE JOINT VENTURE, a Florida general partnership, SALEM JOINT VENTURE, a Florida general partnership, TGIF PITTSBURGH JOINT VENTURE, a Florida general partnership, WARREN JOINT VENTURE, a Florida

general partnership, WILLISTON REAL ESTATE JOINT VENTURE, a Florida general partnership, and WOOD-RIDGE REAL ESTATE JOINT VENTURE, a Florida general partnership (collectively, the "Merging Entities"); and

- (b) CNL APF PARTNERS, LP (f/k/a U.S. Restaurant Properties Operating, L.P.) (the "Surviving Partnership"), a limited partnership organized and existing under the laws of the State of Delaware.
- 2. An agreement and plan of merger ("Plan of Merger") has been approved, adopted, certified, executed and acknowledged by each of the Merging Entities and the Surviving Partnership (collectively, the "Constituent Entities") in accordance with Section 17-211 of the Delaware Revised Uniform Limited Partnership Act.
- 3. The name of the surviving limited partnership is CNL APF PARTNERS, LP, which will continue in existence as the surviving entity under its present name upon the effective date of the merger pursuant to the laws of the State of Delaware.
- 4. The executed Plan of Merger is on file at the offices of the Surviving Partnership at 450 South Orange Avenue, Orlando, Florida 32801.
- 5. A copy of the Plan of Merger will be furnished by the Surviving Partnership, on request and without cost, to any partner of any Constituent Entity.
 - 6. The merger shall become effective on February 5, 2005.

[remainder of page intentionally left blank; signatures appear on next pages]

IN WITNESS WHER be signed by their duly authorize	REOF, the undersigned have caused this Certificate of Merger to zed representatives as of the 15th day of fellow, 2005.
	CNL APF PARTNERS, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership
	By: CNL APF GP Corp (f/k/a USRP Managing, Inc.), a Delaware corporation, as general/pagenca

By:
Name: Robert E. Lawless
Title: SENIOR VICE PRESIDENT

CNL INCOME FUND, LTD., a Florida limited partnership

By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner

By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager

By: CNL APF GP Corp (ffeet USRP Managing, Inc.), a Delaware corporation as general partner

By:
Name: Robert E. Lawless
Title: SENIOR VICE PRESIDENT

CNL INCOME FUND II, LTD., a Florida limited partnership

By: Ulysses Acquisition, I.L.C, a Maryland limited liability company, as general partner

By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager

By: CNL APF GP Corp (f/har USRP Managing, Inc.), a Delaware corporation as general partner

Name: Robert E. Lawless
Title: SENIOR VICE PRESIDENT

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CNL INCOME FUND III, LTD., a Florida limited partnership

By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner

By: CNL APP Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager

By: CNL APF GP Corp file a USRP Menaging, Inc.), a Delaware corporation, as general partner

By: Robert E. Lawless

Title: SENIOR VICE PRESIDENT

CNL INCOME FUND IV, LTD., a Florida limited partnership

By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner

By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager

By: CNL APF GP Corp (Apr USRP Managing, Inc.), a Delaware corporation, as general partner

By: Robert E. Lawless

Title: SENICR VICE PRESIDENT

CNL INCOME FUND V, LTD., a Florida limited partnership

By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner

By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager

By: CNL APF GP Corp (f/k/a UXRP Managing, Inc.), a Delaware corporation, as general partner

By: _

Name:

Robert L Lawless

Title:

SENIOR VICE PRESIDENT

CNL INCOME FUND VI, LTD., a Florida limited partnership

By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner

By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager

By: CNL APF GP Corp (f/k/a USRP Managing, Inc.), a Delaware corporation, as general partner

By:

Name:

Robert E. Lawless

Title:

CNL INCOME FUND VII, LTD., a Florida limited partnership

By: ULYSSES ACQUISITION, LLC, a Maryland limited liability company, as general partner

By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager

By: CNL APF GP Corp (f/k/g/J/SRP Managing, Inc.), a general partner Delaware corporation,

By: Robert E. Lawless Name:

Title: BENIOR VICE PRESIDENT

CNL INCOME FUND VIII, LTD., a Florida limited partnership

By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner

By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager

By: CNL APF GP Corp (Mk/a USRP Managing, Inc.), a Delaware corporation, as general partner

By: Name:

Robert E. Lawless Title:

CNL INCOME FUND IX, LTD., a Florida limited partnership

By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general parmer

By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager

By: CNL APF GP Corp (f/k/a USRP Managing, Inc.), a Delaware corporation, as grantal partner

By: ____ Name:

Robert E. Lawless

Title:

BENIOR VICE PRESIDENT

CNL INCOME FUND X, LTD., a Florida limited partnership

By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner

By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager

By: CNL APF GP Corp (fixed USRP Managing, Inc.), a Delaware corporation, as general partner

By:

Name:

Robert E. Lawiess

Title:

CNL INCOME FUND XI, LTD., a Florida limited partnership

By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner

By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager

By: CNL APF GP Corp (f/k/a USRE Managing, Inc.), a Delaware corporation, as appearal partner

By: ___ Name:

Robert E. Lawless

Title:

SENIOR VICE PRESIDENT

CNL INCOME FUND XII, LTD., a Florida limited partnership

By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner

By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager

By: CNL APF GP Corpy of a USRP Managing, Inc.), a Delaware corporation, as general partner

By: __ Name:

Robert E. Lawless

Title:

CNL INCOME FUND XIII, LTD., a Florida limited partnership

By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner

By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager

By: CNL APF GP Corp (f/k) SRP Managing, Inc.), a Delaware corporation, a general partner

By: __ Name:

Robert E. Lawiess

Title:

SENIOR VICE PRESIDENT

CNL INCOME FUND XIV, LTD., a Florida limited partnership

By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner

By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager

By: CNL APF GP Corp (f/k/a USRP Managing, Inc.), a Delaware corporation, as general partner

Ву:

Name:

Robert E. Lawless

Title:

CNL INCOME FUND XV, LTD., a Florida limited partnership

By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner

By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager

By: CNL APF GP Corp (f/k/s/15RP Managing, Inc.), a Delaware corporation, general partner

By: ___ Name:

Robert E. Lawless

Title:

SENIOR VICE PRESIDENT

CNL INCOME FUND XVI, LTD., a Florida limited partnership

By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner

By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager

By: CNL APF GP Corp (f/k/z USRP Managing, Inc.), a Delaware corporation as general partner

By: __ Name:

e: Robert E. Lawless

Title:

SEIGOR VICE PRESIDENT

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CNL INCOME FUND XVII, LTD., a Florida limited partnership

By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner

By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager

By: CNL APF GP Corp (5k/a USRP Managing, Inc.), a Delaware corporation, as general partner

By: ___ Name:

Robert E. Lawless

Title:

SENIOR VICE PRESIDENT

CNL INCOME FUND XVIII, LTD., a Florida limited partnership

By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner

By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager

By: CNL APF GP Corp (f/km USRP Managing, Inc.), a Delaware corporation as general partner

By:

Name:

Robert E. Lawless

Title:

ARLINGTON JOINT VENTURE, a Florida general partnership,

By: CNL INCOME FUND VII, LTD., a Florida limited partnership

By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner

By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager

By: CNL APF GP Corp (f/k/a KERP Managing, Inc.), a Delaware corporation, as general partner

By: __ Name:

Robert E. Lawless

Title:

BENICH VICE PRESIDENT

By: CNL INCOME FUND XVI, LTD., a Florida limited partnership

By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner

By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager

By: CNL APF GP Corp (ff. 1) USRP Managing, Inc.), a Delaware corporation, as general partner

By: ___ Name:

Róbert E. Lawiess

Name: Title:

ASHEVILLE JOINT VENTURE, a Florida general partnership,

- By: CNL INCOME FUND VI, LTD., a Florida limited partnership
- By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner
- By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager
- By: CNL APF GP Corp (f/k/a VSRP Managing, Inc.), a Delaware corporation, as poneral partner

By: Robert E. Lawless Name: Title: BENJOR VICE PRESIDENT

- By: CNL INCOME FUND VIII, LTD., a Florida limited partnership
- By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner
- By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager
- By: CNL APF GP Corp (Maker USRP Managing, Inc.), a Delaware corporation, as general partner

By: Name: Robert E. Lawless Title:

SEMMOR VICE PRECIDENT

ASHLAND JOINT VENTURE, a Florida general partnership,

- By: CNL INCOME FUND IX, LTD., a Florida limited partnership
- By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner
- By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager
- By: CNL APF GP Corp (f/k/a 1/2) Managing, Inc.), a Delaware corporation, as general

By: Name: Robert E. Lawiess Title:

SENIOR VICE PRESIDENT

- By: CNL INCOME FUND X, LTD., a Florida limited pannership
- By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner
- By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager
- By: CNL APF GP Corp (DVa USRP Managing, Inc.), a Delaware corporation, as gen ar partner

By: Robert E. Lawless Name:

Title: BENICK VICE PRESIDENT

- By: CNL INCOME FUND XI, LTD., a Florida limited partnership
- By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner
- By: CNL APF Panners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delayare limited partnership, as general manager
- By: CNL APF GP Corf (Sk/a USRP Managing, Inc.), a Delaware corporation, as a green partner

Вy: Robert E. Lawless Name:

Title: SEINOR VIOS PRESIDENT

ATTALLA JOINT VENTURE, a Florida general partnership,

- By: CNL INCOME FUND XIII, LTD., a Florida limited partnership
- By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner
- By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager
- By: CNL APF GP Corp (f/k/a/f SRP Managing, Inc.), a Delaware corporation, afgeneral partner

By: ___ Name:

Robert E. Lawless

Title:

SENIOR VICE PRESIDENT

- By: CNL INCOME FUND XIV, LTD., a Florida limited partnership
- By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner
- By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager
- By: CNL APF GP Corp (18/2 USRP Managing, Inc.), a Delaware corporation, as general partner

By:

Robert E. Lawless

Name: Title:

SERVICE MOS PRESIDENT

AUBURN JOINT VENTURE, a Florida general partnership,

- By: CNL INCOME FUND IV, LTD., a Florida limited partnership
- By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner
- By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager
- By: CNL APF GP Corp (f/left USRP Managing, Inc.), a Delaware corporation as general partner

By: Robert E. Lawless Name:

Title:

SENIOR VIOLENCE PRESIDENCE

- By: CNL INCOME FUND VI, LTD., a Florida limited partnership
- By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner
- By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager
- By: CNL APF GP Co (f/k/a USRP Managing, Inc.), a Delaware corpo non, as general partner

By: Name:

Robert E. Lawless

Tide:

SENSOR VICE PASSIDENT

BOSSIER CITY JOINT VENTURE, a Florida general partnership,

By: CNL INCOME FUND VIII, LTD., a Florida limited partnership

By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner

By: CNL APF Partners, LP (I/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager

By: CNL APF OP Corp (f/km isRP Managing, Inc.), a Delaware corporation, as general fartner

By:
Name: Robert E. Lawless
Title: BENICH VICE PRESIDENT

By: CNL INCOME FUND XII, LTD., a Florida limited partnership

By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner

By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager

By: CNL APF GP Corp. Wa USRP Managing, Inc.), a Delaware corporation, as general partner

By: Robert E. Lawless
Title: SENICR VICE PRESIDENT

By: CNL INCOME FUND XIV, LTD., a Florida limited partnership

By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner

By: CNL APF Partners, LP (folda U.S. Restaurant Properties Operating, L.P.), a Desaware limited partnership, as general manager

By: CNL APF GP Coff (f/k/a USRP Managing, Inc.), a Delaware corporation, as peneral partner

Tide: SENUCR VICE PRESERSE OF

CNL VII & XVII LINCOLN JOINT VENTURE, a Florida general partnership,

- By: CNL INCOME FUND VII, LTD., a Florida limited partnership
- By: Ulysses Acquisition, LLC, a Maryland limited lisbility company, as general partner
- By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delawage limited partnership, as general manager
- By: CNL APF GP Corpyration USRP Managing, Inc.), a Delaware corporation, as general partner

By: Name:

Robert E. Lawless

Title:

BEGUOR VICE PRESIDENT

- By: CNL INCOME FUND XVII, LTD, a Florida limited partnership
- By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner
- By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager
- By: CNL APF GP Compatible USRP Managing, Inc.), a Delaware corporation, as general partner

By:

Name:

Robert E. Lawless

Title:

GENIOR VICE PRESIDERS

CNL VIII, X, XII KOKOMO JOINT VENTURE, a Florida general partnership,

By: CNL INCOME FUND VIII, LTD., a Florida limited partnership

By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner

By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager

By: CNL APF GP Corp (f/k/a LISEP Managing, Inc.), a Delaware corporation, as general protein

By:
Name: Robert E. Lawless
Title: SERECR VICE PRESIDENT

By: CNL INCOME FUND X, LTD., a Florida limited partnership

By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner

By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager

By: CNL APF GP Corp (f/lg 1 USRP Managing, Inc.), a Delaware corporation, as general partner

By: Robert E. Lawless
Name: Robert E. Lawless
Title: SENCOR VICE PRESIDENT

By: CNL INCOME FUND XII, LTD., a Florida limited partnership

By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner

By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager

By: CNL APF GP Corp (f/k/ SRP Managing, Inc.), a Delaware corporation, as general partner

Name: Robert E. Lawless
Title: SENIOR VICE FATCHER

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CNL KINGSTON JOINT VENTURE, a Florida general partnership,

- By: CNL INCOME FUND XVII, LTD., a Florida limited partnership
- By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner
- By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager
- By: CNL APF GP Corp (file USRP Managing, Inc.). a
 Delaware corporation as general partner

Ву: __

Name:

Robert E. Lawless

Title:

SENIOR YICE PERSIDENT

- By: CNL INCOME FUND XIV, LTD., a Florida limited partnership
- By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner
- By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager
- By: CNL APF GP Corp (1) (2) USRP Managing, Inc.), a Delaware corporation, as general partner

Ву. _

Name:

Robert E. Lawless

Title:

CNL MANSFIELD JOINT VENTURE, a Florida general partnership,

- By: CNL INCOME FUND XVII, LTD., a Florida limited partnership
- By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner
- By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager
- By: CNL APF GP Corp (f/k/a VSRP Managing, Inc.), a Delaware corporation, segmental partner

By: ___ Name:

Robert E. Lawiess

Title:

SENIOR VICE PRESIDENT

- By: CNL INCOME FUND VII, LTD., a Florida limited partnership
- By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner
- By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager
- By: CNL APF GP Corp (Mor USRP Managing, Inc.), a Delaware corporation, as general partner

Ву: _

-

Robert E. Lawless

Name: Title:

SAMOR AICE BUSINESS

CNL PORTSMOUTH JOINT VENTURE, a Florida general partnership,

- By: CNL INCOME FUND XI, LTD., a Florida limited partnership
- By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner
- By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager
- By: CNL APF GP Corp (f/k/a USPP Managing, Inc.), a Delaware corporation, as per al partner

Name: Robert E. Lawless
Title: EDMOS VIOS PRESIDENT

- By: CNL INCOME FUND XVIII, LTD., a Florida limited partnership
- By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner
- By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager
- By: CNL APF GP Corp (#2) USRP Managing, Inc.). a Delaware corporation, as general partner

By:
Name: Robert E. Lawless
Title: SERVER MOS PRESIDENT

CNL RESTAURANT INVESTMENTS II, a Florida general partnership.

By: CNL INCOME FUND VII, LTD., a Florida limited partnership

By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner

By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager

By: CNL APF GP Corp (f/k/a UMAP Managing, Inc.), a Delaware corporation, as general partner

By:
Name: Robert E. Lawless
Title: SEMICE VICE PRESIDENT

By: CNL INCOME FUND VIII, LTD., a Florida limited partnership

By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner

By: CNL APF Partners, LP (f/k/a 1/5, Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager.

By: CNL APF GP Corp (f/kg USRP Managing, Inc.), a Delaware corporation, as general partner

By: Robert E. Lawless
Title: SEANCE VICE PRESIDENT

By: CNL INCOMB FUND IX, LTD., a Florida limited partnership

By: Ulysses Acquisition, LLC, a Maryland limited tiability company, as general partner

By: CNL APF Partners, LP (f/k/a/D.S. Restaurant Properties Operating, L.P.), a Delayage limited partnership, as general manager

By: CNL APF GP Corp. Aria USRP Managing, Inc.), a Delaware corporation, as general partner

By: Robert E. Lawless

Title: PERCR VICE PURLIDANCE

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CNL RESTAURANT INVESTMENTS III, a Florida general partnership,

- By: CNL INCOME FUND IX, LTD., a Florida limited partnership
- By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner
- By: CNL APP Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager
- By: CNL APF GP Corp (Ak/a USRP Managing, Inc.). a Delaware corporation, as general partner

Name: Robert E. Lawless
Title: SENUCR VICE PRESIDENT

- By: CNL INCOME FUND X, LTD., a Florida limited partnership
- By: Ullysses Acquisition, LLC, a Maryland limited liability company, as general partner
- By: CNL APF Partners, LP (f/k/p/U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager
- By: CNL APF GP Corr (12/2 USRP Managing, Inc.), a Delaware corporation, as general partner

Name: Robert E. Lawless
Title: SECCR VOS FOSSERSE

COCOA JOINT VENTURE, a Florida general partnership.

- By: CNL INCOME FUND IV, LTD., a Florida limited partnership
- By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner
- By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.F.), a Delaware limited partnership, as general manager
- By: CNL APF GP Corp (The a USRP Managing, Inc.), a Delaware corporation, as general partner

By:
Name: Robert E. Lawless
Title: SERGOR VICE PRE

BENCOR VICE PRESIDENT

- By: CNL INCOME FUND V, LTD., a Florida limited partnership
- By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner
- By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager
- By: CNL APF GP Corp (Ma USRP Managing, Inc.), a Delaware corporation, as general partner

By: Robert E. Lawless

Title: PREVER WELL FREE CONTEN

COLUMBUS JOINT VENTURE, a Florida general partnership,

By: CNL INCOME FUND XII, LTD., a Florida limited partnership

By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner

By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager

By: CNL APF GP Corp (f/k/a UKR) Managing, Inc.), a Delaware corporation, as general pariser

By: Robert E. Lawless
Title: SERMOR VICE PRESIDENT

By: CNL INCOME FUND XVI, LTD., a Florida limited partnership

By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner

By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager

By: CNL APF GP Corp (I/k # 23RP Managing, Inc.), a Delaware corporation, as general partner

By: Robert E. Lawless
Title: SEMMOR VIOLENT

By: CNL INCOME FUND XVIII, LTD., a Florida limited partnership

By: Utysses Acquisition, LLC, a Maryland limited liability company, as general partner

By: CNL APF Partners, LP (ffk/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager

By: CNL APF GP Corp. Th/a USRP Managing, Inc.), a Delaware corporation, as perferal partner

Title: SENSOR VIOS PRESIDENT

DES MOINES REAL ESTATE JOINT VENTURE, 8 Florida general partnership,

- By: CNL INCOME FUND VII, LTD., a Florida limited partnership
- By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner
- By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager
- By: CNL APF GP Corp (f/k/a / MP Managing, Inc.), a Delaware corporation. neral partner

By: Name: Robert E. Lawless

Title: SEMILA VICE PRESIDENT

- By: CNL INCOME FUND XI, LTD., a Florida limited partnership
- By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner
- By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager

By: CNL APF GP Corp (#k/a USRP Managing, Inc.), a Delaware corporation, as general partner

By: Name: Robert E. Lawless

Title: GENERAL VICE PRESIDENT

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DULUTH JOINT VENTURE, a Florida general partnership.

By: CNL INCOME FUND V, LTD., a Florida limited partnership

By: Ulystes Acquisition, LLC, a Maryland limited liability company, as general partner

By: CNL APF Partners, LP (f/k/a U.S. Resultant Properties Operating, L.P.), a Defaware limited partnership, as general minager

By: CNL APF GP Corp (ifk/a USR) managing, Inc.), a Delaware corporation, as general partner

Name: RODERT E. Lawless
Title: SENICR VICE PRESIDENT

By: CNL INCOME FUND VII, LTD., a Florida limited partnership

By: Ulysses Acquisition, LLC, a Maryland limited liability conspany, as general partner

By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general parager

By: CNL APF GP Corp (Vk/a USRP May Siring, Inc.), a Delaware corporation, as general partner

By: Name: Robert E. LaWless
Title SELVICE SIGNAL PRESIDENT

By: CNL INCOME FUND XIV, LTD., a Florida limited partnership

By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner

By: CNL APF Parmers, LP (t/k/a U.S. Restaurant Properties Operating, L.P.). a Delaware limited partnership, as gampla mamager

By: CNL APF GP Corp (f/k/a USRef) lanaging, Inc.), a Delaware corporation, as general partner

By:
Name: Robert E. Lawless

By: CNL INCOME PUND XV, LTD., a Florida limited partnership

By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner

By: CNL APF Partners, LP (the U.S. Respondent Properties Operating, i...P.), a Delaware limited partnership, as general manager

By: CNL APF GP Corp (f/k/a/USRP Managing, Inc.), a Delaware corporation. as general partner

By: ___ Name:

Robert E. Lawless

Title:

SECTOR VICE THE IN

KATY JOINT VENTURE, a Florida general partnership,

- By: CNL INCOME FUND IX, LTD., a Florida limited parmership
- By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner
- By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager
- By: CNL APF GP Corp (f/k/a USRP Managing, Inc.), a Delaware corporation, as general partner

By: __ Name:

Robert E. Lawless

Title:

SECURIOR SIDE PRESIDENT

- By: CNL INCOME FUND XVII, LTD., a Florida limited partnership
- By: Ullysses Acquisition, LLC, a Maryland limited liability company, as general partner
- By: CNL APP Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager
- By: CNL APF GP Corp. (I/k/a USRP Managing, Inc.). a Delaware corporation, as general partner

By: ___ Name:

Robert E. Lawless

Title:

SENICS WOE PRESIDENT

KINGSVILLE REAL ESTATE JOINT VENTURE, a Florida general partnership,

- By: CNL INCOME FUND IV, LTD., a Florida limited partnership
- By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner
- By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager
- By: CNL APF GP Corp (f/V) SRP Managing, Inc.), a Delaware corporation as general partner

By: __ Name:

Robert E. Lawless

Title:

SENIOR VIOLE PRESIDENT

- By: CNL INCOME FUND XII, LTD., a Florida limited partnership
- By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner
- By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager
- By: CNL APF GP Corp. (I/k/a USRP Managing, Inc.), a Delaware corporation, as general partner

By: ______

Robert E Lawless

Title:

RTO JOINT VENTURE, a Florida general partnership,

- By: CNL INCOME FUND III, LTD., a Florida limited partnership
- By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner
- By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager

By: CNL APF GP Corp (f/k/s/LSRP Managing, Inc.), a Delaware corporation, se general partner

By: ____ Name:

Robert E. Lawless

Title:

SELTOR VICE PRESIDENT

- By: CNL INCOME FUND V, LTD., a Florida limited partnership
- By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner
- By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager

By: CNL APF GP Corp. (Fix/a USRP Managing, Inc.), a Delaware corporation, as general partner

By: __ Name:

Robert E. Lawless

Title:

SERVICE VICE PRESIDENT

MELBOURNE JOINT VENTURE, a Florida general partnership.

- By: CNL INCOME FUND VI, LTD., a Florida limited partnership
- By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner
- By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager
- By: CNL APF GP Corp (f/k/a LORP Managing, Inc.), a Delaware corporation, as seneral partner

By:
Name: Robert E. Lawless
Title: SEWOR WOS PASSIDENT

- By: CNL INCOME FUND XIV, LTD., a Florida limited partnership
- By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner
- By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager
- By: CNL APF GP Corp (F) (10 USRP Managing, Inc.), a Delaware corporation as general partner

Name: Robert E, Lawless
Title: SEMICE Wice PRESIDENT

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SALEM JOINT VENTURE, a Florida general partnership.

- By: CNL INCOME FUND XIII, LTD., a Florida limited partnership
- By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner
- By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager
- By: CNL APF GP Corp (f/k/2 USRP Managing, Inc.), a Delaware corporation, se general partner

Вy: Name: Title:

Robert É Lawless

SERICR VICE PRESIDENT

- By: CNL INCOME FUND XIV, LTD., a Florida limited partnership
- By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner
- By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited parmership, as general manager
- By: CNL APF GP Corp (Fk/a USRP Managing, Inc.), a Delaware corporation, as general partner

By: Name:

Robert E. Lawless

Title:

SERVICE VIOS POESIOSIA

TGIF PITTSBURGH JOINT VENTURE, a Florida general partnership.

- By: CNL INCOME FUND VII, LTD., a Florida limited partnership
- By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general paraer
- By: CNL APF Pertners, LP (IV/2 U.S. Restaugate/Properties Operating, L.P.), a Delaware limited partnership, as general manager
- By: CNL APF GP Corp (6/k/a USRP Managing, Inc.), a Delaware corporation, as

- By: CNL INCOME FUND XV, LTD., a Florida limited partnership
- By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner
- By: CNL APF Partners, LP (IIIIa U.S. Postcaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager
- By: CNL APF GP Corp (f/k/a US) Managing, Inc.), a Delaware corporation, as

- By: CNL INCOME FUND XVI, LTD., a Florida limited partnership
- By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner
- By: CNL APF Partners, LP (1/4/4) S. Restaurant Properties Operating, 1...P.), a Delaware limited partners of a general manager
- By: CNL APF GP Corp (first USRP Managing, Inc.), a Delaware corporation, as

Name: Robert E. Lawless
Tide: SENIOR VIOS PRESIDE:

- By: CNL INCOME FUND XVIII, LTD., a Florida limited pastnership
- By: Ulysset Acquisition, LLC, a Maryland limited liability company, as general partner
- By: CNL APF Partners, LP (IV/2 V.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership as general manager
- By: CNL APF GP Corp (Uk. USRP Managing, Inc.), a Delaware corporation, as

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WARREN JOINT VENTURE, a Florida general partnership,

- By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner
- By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager
- By: CNL APF GP Corp (f/k/) SRP Managing, Inc.), a Delaware corporation, as peneral partner

By:
Name: Robert E. Lawless
Title: STATOR VICE PARE THAT

- By: CNL INCOME FUND VI, LTD., a Florida limited partnership
- By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner
- By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager
- By: CNL APF GP Corp (I/k/a USRP Managing, Inc.), a Delaware corporation, as general partner

Name: Robert E. Lawless
Title: SENICE MOS FRESHDENT

WILLISTON REAL ESTATE JOINT VENTURE, a Florida general partnership,

- By: CNL INCOME FUND X, LTD., a Florida limited partnership
- By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner
- By: CNL APF Parmers, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware firmined partnership, as general manager
- By: CNL APF GP Corp (fl/a USRP Managing, Inc.), a Delaware corporation as general partner

Name: Robert E Lawless
Title: SEMICR WICE PRESIDENT

- By: CNL INCOME FUND XII, LTD., a Florida limited partnership
- By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner
- By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager
- By: CNL APF GP Corp. (As a USRP Managing, Inc.), a Delaware corporation, as general partner

 WOOD-RIDGE REAL ESTATE JOINT VENTURE, a Florida general partnership,

- By: CNL INCOME FUND XIV, LTD., a Florida limited partnership
- By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner
- By: CN1. APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager
- By: CNL APF GP Corp (Ma USRP Managing, Inc.), a Delaware corporation, as general partner

By: __ Name:

Robert E. Lawless

Title:

STATES ALES DENT

- By: CNL INCOME FUND XV, LTD., a Florida limited partnership
- By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner
- By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager
- By: CNL APF GP Corporation, as general partner

By:

Robert E. Lawless

Name: Title:

SENIOR VIOS PRESEDENT